IN THE UNITED STATES BANKRUPTCY COURT FOR THE NORTHERN DISTRICT OF ILLINOIS EASTERN DIVISION

In re) Chapter 7
AMERICAN HOTEL REGISTER COMPANY	Case No. 21-11733 (ABG)
Alleged Debtor.)))

DECLARATION OF ELI J. KAY-OLIPHANT IN SUPPORT OF THE JOINT MOTION OF THE ALLEGED DEBTOR AND THE ASSIGNEE (I) FOR DISMISSAL OF, OR ABSTENTION FROM, THE INVOLUNTARY BANKRUPTCY PETITION, (II) FOR AN AWARD OF FEES, COSTS, AND DAMAGES, AND (III) TO REQUIRE THE PETITIONING CREDITORS TO POST A BOND INDEMNIFYING THE MOVANTS

- I, Eli J. Kay-Oliphant, hereby declare under penalty of perjury pursuant to section 1746 of title 28 of the United States Code:
- 1. I am an attorney admitted to practice in Washington, D.C., and in the States of Illinois and New York. I am a partner of the law firm Sparacino, PLLC, counsel to Vernon Hills Service Company (f/k/a American Hotel Register Company) ("VHSC" or the "Alleged Debtor") in the case captioned Scribe Opco, Inc. v. American Hotel Reg. Co., Case No. 2021-L-001563 (Ill. Cir. Ct. 2021) (the "Scribe Action"), pending in the Circuit Court of Cook County, Illinois. I submit this declaration in support of the Joint Motion of the Alleged Debtor and the Assignee (I) for Dismissal of, or Abstention from, the Involuntary Bankruptcy Petition, (II) for an Award of Fees, Costs, and Damages, and (III) to Require the Petitioning Creditors to Post a Bond Indemnifying the Movants (the "Motion"), filed contemporaneously herewith.
- 2. The below list of exhibits referenced in the Motion and attached as exhibits hereto are true and correct to the best of my knowledge.

Document

Exhibit A	Complaint at Law, Case No. 2021-L-001563 (Ill. Cir. Ct. Feb. 10, 2021) (the "Scribe Complaint")
Exhibit B	Defendant's Answer and Affirmative Defenses, Case No. 2021-L-001563 (Ill. Cir. Ct. July 19, 2021) (the "Scribe Answer")
Exhibit C	Plaintiff's Motion to Strike Defendant's Affirmative Defenses, Case No. 2021-L-001563 (Ill. Cir. Ct. Aug. 9, 2021) (the "Scribe Motion to Strike")
Exhibit D	Order, Case No. 2021-L-001563 (Ill. Cir. Ct. Sept. 13, 2021)

3. In the Scribe Action, on September 13, 2021, the court entered an Order granting the Scribe Motion to Strike because VHSC advised the Court that VHSC would not oppose the motion, which struck only VHSC's affirmative defenses. *See* Ex. D. In that same Order, the court also scheduled the Scribe Action for a status conference on October 18, 2021. *Id*.

[Signature page follows.]

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Dated: November 10, 2021 Chicago, Illinois /s/ Eli J. Kay-Oliphant
Eli J. Kay-Oliphant